# **GROUP EXHIBIT F**

File No. : 083230.013300 Bill Date : July 2, 2007

Mesirow Financial Interim Management LLC 2828 Routh Street Dallas, Texas 75201

Attn: Kristin Winford Senior Vice President

### **INVOICE**

Re: USACM/Fee Application

Total Fees:	\$ 33,468.00

#### Expenses:

Business Meals	1,183.15
Other Charges	45.00
Photocopy Charges	114.30
Service Company Charges	122.50
Telephone Expenses	0.80
Travel and Lodging Out of town	194.00
Information and Research	139.29

Total Expenses: \$ 1,799.04

Total Amount Due: \$ 35,267.04

KXS:DMV

USACM/Fee Application 083230.013300 Re:

Matter No:

# <u>Description of Professional Services Rendered:</u>

03/22/07   Kerry E. Carlson   Prepare materials in support of Mesirow application for compensation (1.2); coordinate details of hearing preparation (6.6).	DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
0.402.07   Matthew T. Gensburg   Attend status conference call with client regarding application.   0.80   464.00   application.   0.412/07   Nancy A. Peterman   Work on fee application.   1.30   754.00   1.96.00   0.412/07   Kerry E. Carlson   Assist with exhibits to final fee application (2.9); attend to ECF filing issues (6.0).   4.25/07   Kerry E. Carlson   Assist with exhibits to final fee application (2.9); attend to ECF filing issues (6.0).   4.25/07   Matthew T. Gensburg   Review exhibits to fee application, including report described in Financial Analysis section.   8.50   4930.00   4.25/07   Matthew T. Gensburg   Review exhibits to fee application from   1.00   58.00   4.25/07   Matthew T. Gensburg   Review exhibits to fee application from   1.00   58.00   4.25/07   Nancy A. Peterman   4.25/07	03/22/07	Kerry E. Carlson	application for compensation (1.2); coordinate	1.80	342.00
04/12/07   Nancy A. Peterman   Work on fee application.   1.30   754.00	04/02/07	Matthew T. Gensburg	Attend status conference call with client regarding	0.80	464.00
04/24/07   Kerry E. Carlson	04/12/07	Nancy A. Peterman		1.30	754.00
(1.6); summarize research (1.0)					
04/24/07         Kerry E. Carlson         Assist with exhibits to final fee application (2.9); attend to ECF filing issues (60).         3.50         665.00 attend to ECF filing issues (60).           04/25/07         Kerry E. Carlson         Assist with preparation and filing of final fee application (4.5); review and organize all exhibits (3.0).         1425.00           04/25/07         Matthew T. Gensburg Review exhibits to fee application, including reports described in Financial Analysis section.         8.50         4930.00           04/25/07         Matthew T. Gensburg Review email re: changes to fee application from Kehl, Peterman (2x), Morissette, Greenberg.         8.50         4930.00           04/25/07         Sherri Morissette Work on final fee application (5.6) including revising success fee section (9.0), drafting the introduction (1.2), revising the litigation sections (1.6) and revising the request for GT's legal fees (1.5).         6264.00           04/26/07         Kerry E. Carlson         Coordinating service of final fee application (90); prepare hearing binders (5.5); attend to details of filing final application (60).         7.00         1330.00           04/26/07         Matthew T. Gensburg Sherri Morissette         Work on Declarations in support of Fee application.         0.90         522.00           04/26/07         Nancy A. Peterman         Conference with S. Morissette re affidavits in support of Fee application of Fasel (90), Altison (1.5), Koc (90), Kehl (90), Smith (1.3)         0.60         348.00           04					
04/25/07   Matthew T. Gensburg   Review exhibits to fee application, including reports described in Financial Analysis section.   Nathew T. Gensburg   Review exhibits to fee application, including reports described in Financial Analysis section.   Review email re: changes to fee application from   0.10   58.00	04/24/07	Kerry E. Carlson	Assist with exhibits to final fee application (2.9);	3.50	665.00
04/25/07         Matthew T. Gensburg reports described in Financial Analysis section.         0.10         58.00 reports described in Financial Analysis section.           04/25/07         Matthew T. Gensburg Matthew T. Gensburg (Av25/07)         Review and revise fee application drafts.         8.50         4930.00           04/25/07         Sherri Morissette (Geneberg.)         Work on final fee application.         16.00         7360.00           04/25/07         Naney A. Peterman         Review email re: changes to fee application from (Av25/07) (Av25/07)         16.00         7360.00           04/25/07         Naney A. Peterman         Revies dee application (S.6) including revising (Av25/07) (Av25/07) (Av25/07)         16.00         7360.00           04/26/07         Kerry E. Carlson         Review final fee application (S.9) (Av25/07)	04/25/07	Kerry E. Carlson	Assist with preparation and filing of final fee application (4.5); review and organize all exhibits	7.50	1425.00
04/25/07         Matthew T. Gensburg         Review email re: changes to fee application from Kehl, Peterman (2x), Morissette, Greenberg.         0.10         58.00           04/25/07         Sherri Morissette         Work on final fee application.         16.00         7360.00           04/25/07         Nancy A. Peterman         Revise fee application (5.6) including revising success fee section (.90), drafting the introduction (1.2), revising the litigation sections (1.6) and revising the request for GT's legal fees (1.5).         7.00         1330.00           04/26/07         Kerry E. Carlson         Coordinating service of final fee application (.90); prepare hearing binders (5.5); attend to details of filing final application (.60).         0.90         522.00           04/26/07         Matthew T. Gensburg         Review final fee application.         0.90         522.00           04/26/07         Nancy A. Peterman         Work on Declarations in support of Final Application of Fasel (.90), Allison (1.5), Koe (.90), Kehl (.90), Kehl (.90), Smith (1.3)         0.60         348.00           04/26/07         Nancy A. Peterman         Conference with S. Morissette re affidavits in support of fee application and exhibits and send to client (.90); prepare binders for hearing (2.1); research and obtain all final applications for professional condensation (1.0).         760.00           04/30/07         Matthew T. Gensburg         Review Maguire email re: communications and Blogger notes re: Allison deposition.         0.20         116.00	04/25/07	Matthew T. Gensburg	Review exhibits to fee application, including	0.10	58.00
Name	04/25/07	Matthew T. Gensburg	Review and revise fee application drafts.	8.50	4930.00
04/25/07         Sherri Morissette         Work on final fee application.         16.00         7360.00           04/25/07         Naney A. Peterman         Revise fee application (5.6) including revising success fee section (.90), drafting the introduction (1.2), revising the litigation sections (1.6) and revising the request for GT's legal fees (1.5).         7.00         1330.00           04/26/07         Kerry E. Carlson         Coordinating service of final fee application (.90); prepare hearing binders (5.5); attend to details of filing final application (.60).         0.90         522.00           04/26/07         Matthew T. Gensburg         Review final fee application.         0.90         522.00           04/26/07         Sherri Morissette         Work on Declarations in support of Final Application of Fasel (.90), Allison (1.5), Koe (.90), Kehl (.90), Smith (1.3)         0.60         348.00           04/26/07         Nancy A. Peterman         Conference with S. Morissette re affidavits in support of fee application.         0.60         348.00           04/26/07         Kerry E. Carlson         Prepare electronic version of fee application and exhibits and send to client (.90); prepare binders for hearing (2.1); research and obtain all final applications for professional condensation (1.0).         760.00           04/30/07         Matthew T. Gensburg         Review Maguire email re: communications and exhibits and send to client (.90); prepare binders for hearing (2.1); research and obtain all final applications for professional declarations	04/25/07	Matthew T. Gensburg	Review email re: changes to fee application from	0.10	58.00
04/25/07         Naney A. Peterman         Revise fee application (5.6) including revising success fee section (.90), drafting the introduction (1.2), revising the litigation sections (1.6) and revising the request for GT's legal fees (1.5).         6264.00           04/26/07         Kerry E. Carlson         Coordinating service of final fee application (.90); prepare hearing binders (5.5); attend to details of filing final application (.60).         0.90         522.00           04/26/07         Matthew T. Gensburg (4/26/07)         Review final fee application. (.60). Review final fee application. (.60), kehl (.90), smith (1.3)         0.90         522.00           04/26/07         Nancy A. Peterman         Conference with S. Morissette re affidavits in support of Fasel (.90), Allison (1.5), Koe (.90), Kehl (.90), Smith (1.3)         0.60         348.00           04/26/07         Kerry E. Carlson         Prepare electronic version of fee application and exhibits and send to client (.90); prepare binders for hearing (2.1); research and obtain all final applications for professional condensation (1.0).         4.00         760.00           04/30/07         Matthew T. Gensburg Review Maguire email re: communications and Blogger notes re: Allison deposition.         0.20         116.00           04/30/07         Matthew T. Gensburg Review emails re: supporting declaration.         0.20         116.00           04/30/07         Matthew T. Gensburg Review draft declaration from Kehl.         1.70         986.00           04/30/07		_	Kehl, Peterman (2x), Morissette, Greenberg.		
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Blogger notes re: Allison deposition.  04/30/07 Matthew T. Gensburg Review and revise Atkinson declaration.  04/30/07 Matthew T. Gensburg Review emails re: supporting declarations from 0.10 58.00 Kehl (2x), Peterman, Morissette.  04/30/07 Matthew T. Gensburg Review draft declaration from Kehl.  04/30/07 Matthew T. Gensburg Review draft declaration for Allison.  04/30/07 Sherri Morissette Continue work on declarations in support of Final 3.10 1426.00 Application  04/30/07 Nancy A. Peterman Conference with M. Gensburg re affidavits in 0.40 232.00 support of fee application.  04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.			applications for professional condensation (1.0).		
04/30/07 Matthew T. Gensburg Review and revise Atkinson declaration. 0.20 116.00 04/30/07 Matthew T. Gensburg Review emails re: supporting declarations from 0.10 58.00 Kehl (2x), Peterman, Morissette. 04/30/07 Matthew T. Gensburg Review draft declaration from Kehl. 1.70 986.00 04/30/07 Matthew T. Gensburg Review draft declaration for Allison. 2.30 1334.00 04/30/07 Sherri Morissette Continue work on declarations in support of Final 3.10 1426.00 Application 04/30/07 Nancy A. Peterman Conference with M. Gensburg re affidavits in 0.40 232.00 support of fee application. 04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.	04/30/07	Matthew T. Gensburg	· · · · · · · · · · · · · · · · · · ·	0.20	116.00
04/30/07 Matthew T. Gensburg Review emails re: supporting declarations from Kehl (2x), Peterman, Morissette.  04/30/07 Matthew T. Gensburg Review draft declaration from Kehl.  04/30/07 Matthew T. Gensburg Review draft declaration for Allison.  04/30/07 Sherri Morissette Continue work on declarations in support of Final Application  04/30/07 Nancy A. Peterman Conference with M. Gensburg re affidavits in support of fee application.  04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits  10.40 194.00  194.00  10.10 58.00  10.10 58.00  10.10 58.00  10.10 58.00  10.10 58.00  10.10 986.00  10				0.50	11600
Kehl (2x), Peterman, Morissette.  04/30/07 Matthew T. Gensburg Review draft declaration from Kehl.  04/30/07 Matthew T. Gensburg Review draft declaration for Allison.  04/30/07 Sherri Morissette Continue work on declarations in support of Final Application  04/30/07 Nancy A. Peterman Conference with M. Gensburg re affidavits in support of fee application.  04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits  1.70 986.00  1.334.00  1.426.00  Application  0.40 232.00  Support of fee application.  04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits  in support of fee petition.					
04/30/07 Matthew T. Gensburg Review draft declaration for Allison. 2.30 1334.00 04/30/07 Sherri Morissette Continue work on declarations in support of Final 3.10 1426.00 Application Conference with M. Gensburg re affidavits in support of fee application. 04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.  Total Time: 79.40	.04/30/07	Matthew T. Gensburg		0.10	28,00
04/30/07 Sherri Morissette Continue work on declarations in support of Final 3.10 1426.00 Application Conference with M. Gensburg re affidavits in 0.40 232.00 support of fee application.  04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.	04/30/07	Matthew T. Gensburg	Review draft declaration from Kehl.	1.70	986.00
Application  Conference with M. Gensburg re affidavits in support of fee application.  Conference with M. Gensburg re affidavits in support of fee application.  Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.	04/30/07	Matthew T. Gensburg		2,30	1334.00
04/30/07 Nancy A. Peterman  Conference with M. Gensburg re affidavits in support of fee application.  Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.  Total Time: 79.40	04/30/07	Sherri Morissette		3.10	1426.00
04/30/07 Matthew F. Prewitt Conference with M. Gensburg re drafting affidavits 0.40 194.00 in support of fee petition.  Total Time: 79.40	04/30/07	Nancy A. Peterman	Conference with M. Gensburg re affidavits in	0.40	232.00
in support of fee petition.  Total Time: 79.40	04/30/07	Matthew F. Prewitt		0.40	194.00
	غيد معين يهي				*****
			Total Time	79.40	
				12.10	\$ 33,468.00

Re: USA Commercial Mortgage Company

Matter No.: 083230,012700

#### Description of Expenses Billed:

<u>DATE</u>	<u>DESCRIPTION</u>	AMOUNT
03/29/07	VENDOR: American Express INVOICE#: 1326200704 DATE: 4/14/2007 Courtcall 310-342-0888 Ca Ref# Vqfe0F9Cddf Mgmt/Consulting/ 03/28/07 Michele L Tigue	\$ 122.50
04/06/07	Telephone; 8013233321 from Ext. 5108 SALT LAKE UT	\$ 80.0
04/17/07	VENDOR: Caffe Baci; INVOICE#: 63139; DATE: 4/17/2007 - Food Order on 4/17/07	\$ 128.74
04/18/07	VENDOR: Caffe Baci; INVOICE#: 63256; DATE: 4/18/2007 - Food Order on 4/18/07	\$ 65.01
04/18/07	VENDOR: Potbelly Sandwich Works; INVOICE#: 40008; DATE: 4/18/2007 - Food Order on 4/18/07	\$ 70.16
04/19/07	VENDOR: Caffe Baci; INVOICE#: 63393; DATE: 4/19/2007 - Food Order on 4/19/07	\$ 29,01
04/19/07	VENDOR: Stefani Management Services, Inc.; INVOICE#: 404582; DATE: 4/19/2007 - Food Order on 4/19/07; Order 202	\$ 55.72
04/19/07	Westlaw Research by OSTROW, ETHAN.	\$ 4.53
04/20/07	VENDOR: Caffe Baci; INVOICE#: 63490; DATE: 4/20/2007 - Food Order on 4/20/07	\$ 27.01
04/20/07	VENDOR: Caffe Baci; INVOICE#: 63504; DATE: 4/20/2007 - Food Order on 4/20/07	\$ 54.50
04/20/07	Telephone; 7022287590 from Ext. 8407 LAS VEGAS NV	\$ 0.32
04/20/07	Telephone; 7022287590 from Ext. 5040 LAS VEGAS NV	\$ 0.40
04/20/07	Westlaw Research by MORISSETTE, SHERRI.	\$ 76.45
04/23/07	VENDOR: Caffe Baci; INVOICE#: 63581; DATE: 4/23/2007 - Food Order on 4/23/07	\$ 41.00
04/23/07	VENDOR: Yushan Chinese Restaurant; INVOICE#: 187457; DATE: 4/23/2007 - Food Order on 4/23/07; 10pp	\$ 157.67
04/23/07	VENDOR: Morissette, Sherri INVOICE#: C051000329482070041 DATE: 5/2/2007 TYPE: Business Meals; REASON: Client Billable-CHI-Bkcy-Associate; DATE: 04/23/07 - Dinner for group working on Mesirow/USACM.; ATTENDEES: Sherri Morissette, Carla Greenberg, Nancy Peterman, Matthew Gensburg, Mike of Mesirow, Monty of Mesirow, Steve of Mesirow, Susan of Mesirow	\$ 192,77
04/23/07	Copy; 672 Page(s) by 016448	\$ 100.80
04/23/07	Copy; 7 Page(s) by 005527	\$ 1.05
04/23/07	Copy; 83 Page(s) by 005489	\$ 12.45
04/24/07	VENDOR: Caffe Baci; INVOICE#: 63669; DATE: 4/24/2007 - Food Order on 4/24/07	\$ 41.00
04/24/07	VENDOR: Caffe Baci; INVOICE#: 63671; DATE: 4/24/2007 - Food Order on 4/24/07	\$ 79.24

KXS:DMV

Invoice No.: 1917198

Re: USA Commercial Mortgage Company

Matter No.: 083230.012700

### Description of Expenses Billed

04/24/07	VENDOR: Morissette, Sherri INVOICE#: C051000329482070041 DATE: 5/2/2007 TYPE: Business Meals; REASON: Client Billable-CHI-Bkcy-Associate; DATE: 04/24/07 - Dinner for group working on Mesirow/USACM; ATTENDEES: Sherri Morissette, Carla Greenberg, Nancy Peterman, Matthew Gensburg, Mike of Mesirow, Monty of Mesirow, Ranni Matar, Steve of Mesirow	\$ 80.181
04/25/07	VENDOR: Caffe Baci; INVOICE#: 63812; DATE: 4/25/2007 - Food Order on 4/25/07	\$ 60.24
04/25/07	Westlaw Research by TSANG, LOUISE.	\$ 31.81
04/25/07	Westlaw Research by CARLSON, KERRY.	\$ 26.50
04/30/07	VENDOR: Legal Wings, Inc. INVOICE#: 7923773.161889 DATE: 4/30/2007 Deliver to: Judge Linda Riegle in Bankruptcy Court.	\$ 45.00
04/30/07	VENDOR: Base Limousine Service; INVOICE#: 8235; DATE: 4/30/2007 - Acct: GTLAW, Limousine Services from 4/16/07 to 4/27/07	\$ 194.00
	Total Expenses:	 1,799.04

Invoice No.: 1908147

File No. : 083230.013300 Bill Date : June 13, 2007

Mesirow Financial Consulting 2828 Routh Street Dallas, Texas 75201

Attn: Kristin Winford

Senior Vice President

#### INVOICE

Re: USACM/Fee Application

Legal Services through May 31, 2007:

$T_{-4-1}$	Cana.	₽`	92 AAN EN
Total	rees:	<b>.</b> 3	83,440.50

#### Expenses:

Business Meals	85.75
Federal Express Charges	513.44
Local Travel	238.00
Off-site Printing and Copying	1,161.89
Charges	
Photocopy Charges	2,154.75
Travel and Lodging Out of town	1,226.49
Information and Research	1,412.35
	•

Total Expenses: \$ 6,792.67

Current Invoice: \$ 90,233.17

KXS:DMV

Invoice No.: 1908147

File No. : 083230.013300

FOR YOUR CONVENIENCE, WIRING INSTRUCTIONS FOR GT FIRM ACCOUNT FOR FEES & COSTS ARE AS FOLLOWS:

TO: CITIBANK, F.S.B.

ABA #: 266086554

INTERNATIONAL

SWIFT: CITIUS33

CREDIT TO: GREENBERG TRAURIG ACCOUNT

ACCOUNT #: 3200175071

**PLEASE** 

REFERENCE: CLIENT NAME: MESIROW FINANCIAL CONSULTING

FILE NUMBER: 083230.013300 INVOICE NUMBER: 1908147\*

BILLING

PROFESSIONAL: Keith J. Shapiro

Wire fees may be assessed by your bank.

\* If paying more than one invoice, please reference all invoice numbers in wiring instructions.

KXS:DMV

Invoice No.: 1908147 Page 1

Re: USACM/Fee Application

Matter No.: 083230.013300

# Description of Professional Services Rendered:

<u>DATE</u>	TIMEKEEPER	DESCRIPTION	<u>HOURS</u>	AMOUNT
05/01/07	Matthew T. Gensburg	Review exhibits to fee application.	Ö.80	464.00
05/01/07	Matthew T. Gensburg	Review emails re draft affidavits in support of fee application from Peterman.	0.20	116.00
05/01/07	Matthew T. Gensburg	Conference with Fasel and Morissette re draft affidavits.	0.60	348.00
05/01/07	Matthew T. Gensburg	Review additional emails re: declarations from Morissette, Peterman (4x).	0.40	232.00
05/01/07	Matthew T. Gensburg	Review Koe declaration.	0.60	348.00
05/01/07	Matthew T. Gensburg	Review Fasel declaration.	1.80	1044.00
05/01/07	Sherri Morissette	Work on declarations of T. Allison(1.1), S. Smith(.70), W. Fasel(.70), R. Koe(.70), N. Peterman(.70), J. Atkinson(.70), M. Kehl(.70).	5.30	2438.00
05/02/07	Kerry E. Carlson	Organize declarations in support of final application (1.2); draft pro hac application for M. Gensburg (.60).	1.80	342.00
05/02/07	Kerry E. Carlson	Extensive research on employment of CRO and requests for success fees (2.0); begin to prepare documents for judicial notice (.80).	2.80	532.00
05/02/07	Matthew T. Gensburg	Telephone conference with Fasel re: his Declaration.	0.50	290.00
05/02/07	Matthew T. Gensburg	Revise Declarations.	0.90	522.00
05/02/07	Matthew T. Gensburg	Review Smith Declaration.	1.50	870.00
05/02/07	Matthew T. Gensburg	Review orders and retention agreements re: other success fee awards.	1.20	696.00
05/02/07	Sherri Morissette	Work on CRO research summary (2.3); revise declaration of T. Allison (.70), S. Smith (.50), W. Fasel (.50), J. Atkinson (.50), R. Koe (.50), M. Kehl (.50) and N. Peterman (.50).	6.00	2760.00
<b>Q</b> 5/02/07	Nancy A. Peterman	Review draft Atkinson affidavit (.20); telephone conference with J. Atkinson re same (.20); telephone conference with M. Kehl re various issues relating to fee application (.20); telephone conference with T. Allison re fee application issues (.10); conference with M. Gensburg re prove up on success fee (.20).	0.90	522.00
05/03/07	Kerry E. Carlson	Continue research on CRO retention and success fees (2.2); discuss same with S. Morissette (.30); assist with preparation of research and other materials in support of final application for compensation (1.0); assist with preparation of declarations for filing (.70).	4.20	798.00
05/03/07	Matthew T. Gensburg	Review Smith comments to declaration (.20) and emails related to same from Smith, Peterman (2x), Darr, Morissette (3x), Allison (.10).	0.30	174.00
05/03/07	Matthew T. Gensburg	Revise Declarations.	1.90	1102.00
05/03/07	Matthew T. Gensburg	Complete review and revision of Smith declartion.	1.30	754.00
05/03/07	Matthew T. Gensburg	Review Allison success fee insert for declaration (.60); revise same (1.3).	1.90	1102.00
05/03/07	Matthew T. Gensburg	Review Peterman declaration.	1.00	580.00

Case 06-10725-gwz Doc 4395-2 Entered 07/31/07 14:42:03 Page 9 of 27 Invoice No.: 1908147 Page 2 USACM/Fee Application Re: 083230.013300 Matter No.: Description of Professional Services Rendered 9.20 4232.00 05/03/07 Work on revisions to declarations of T. Allison, S. Sherri Morissette Smith, R. Koe, T. Atkinson, W. Fasel, M. Kehl and N. Peterman (6.2); review research re CRO success fees and draft summary chart (3.0). 05/03/07 Nancy A. Peterman Work on fee application affidavits; revise Allison 5,20 3016.00 affidavit (1.7); revise Peterman affidavit (.60); revise success fee insert (.80); telephone conferences (2x) with T. Allison re fee application (.30); conference with M. Gensburg re same (.10); telephone conference with S. Darr re same (.20); telephone conference with J. Atkinson re same (.30); telephone conference with M. Kehl re same (.20); work on success fee argument (.90); conferences (3x) with S. Morrisette re affidavits (.10).0.30 145.50 05/03/07 Matthew F. Prewitt Conference with M. Gensburg re contents of affidavits supporting fee petition. 05/04/07 Prepare declarations for filing (.80); coordinate 4.80 912.00 Kerry E. Carlson filing and service of same (.40); prepare hearing binders (3.6). 0.40 232.00 Review emails re: status of declarations from 05/04/07 Matthew T. Gensburg Allison, Peterson (4x), Morissette (3x). 1.80 Conferences re: finalizing declarations and 1044.00 05/04/07 Matthew T. Gensburg coordinating preparation. 05/04/07 Sherri Morissette Meeting w/ N. Peterman and M. Gensburg re: 7.30 3358.00 Final Fee Application Hearing preparation and tasks (1.0); work on finalizing declarations for S. Smith, T. Allison, R. Koe, J. Atkinson, M. Kehl, W. Fasel and N. Peterman (6.3). 05/04/07 Revise declarations in support of fee application 4.30 2494.00 Nancy A. Peterman for Allison (.40), Atkinson (.20), Kehl (.50), Koe 0 0 0 0

		(.40), Peterman (.10) and Fasel (.50); meet with S.		
		Morissette and M. Gensburg re hearing preparation		
		(1.8); exchange emails with MFIM re draft		
		declarations (.40).		
05/07/07	Kerry E. Carlson	Confirm receipt and delivery of declarations (.20);	1,00	190.00
	-	index and organize related materials (.80).		
05/07/07	Matthew T. Gensburg	Review emails coordinating interviews and	0.40	232.00
	_	forwarding declarations from Peterman (1x),		
		Allison, Kehl (2x), Fasel.		
05/08/07	Matthew T. Gensburg	Review Ginji case.	0.20	116.00
05/08/07	Matthew T. Gensburg	Review emails re: coordinating witness interviews	0.20	116.00
		and prep from Smith, Peterman (2x), McClennan.		
05/08/07	Matthew T. Gensburg	Review emails re Peterman conversations with	0.40	232.00
		Stutman.		
05/08/07	Matthew T. Gensburg	Outline testimony re: forensic loan work.	0.80	464,00
05/08/07	Nancy A. Peterman	Draft email to S. Darr re fee application issues.	0.30	174,00
05/09/07	Matthew T. Gensburg	Conference re: coordinating Las Vegas hearing.	0.10	58.00
05/09/07	Nancy A. Peterman	Telephone conference with S. Darr re fee	1.30	754.00
		application issues (.30); review email from direct		
		lenders re loan and fee application issues (.20);		
		attention to preparation for fee application issues		
		(.80).		

Invoice No.:	1908147			Page 3
Re: Matter No.:	USACM/Fee Application	ation		
Description	of Professional Services Re	endered		
05/10/07	Matthew T. Gensburg	Review emails re; final changes to fee application from Haftl (2x), Peterman, Greenberg, Carlson, Kehl (2x).	0.10	58.00
05/10/07	Carla Greenberg	Draft correspondence to direct lender re requested fee application exhibits; locate all such exhibits requested.	1.50	150.00
05/10/07	Sherri Morissette	Emails re: respond to request from M. Braun regarding exhibits.	0.50	230.00
05/10/07	Nancy A. Peterman	Exchange emails with R. Tuliano re fee application issues.	0.40	232.00
05/11/07	Matthew T. Gensburg	Conference re: objections preliminarily raised (.60); review fee application in preparation for June hearing (.80).	1,40	812.00
05/11/07	Matthew T. Gensburg	Review Liquidation Analysis.	1.50	870.00
05/11/07	Matthew T. Gensburg	Telephone conference with Kehl re: 5/31/07 hearing.	0.20	116.00
05/11/07	Nancy A. Peterman	Work on fee application issues, including telephone conference with D. Martini.	0.70	406.00
05/14/07	Kerry E. Carlson	Review Exhibit H to final fee application as filed with the Court (.30); prepare corrected exhibit and file same (.60); exchange emails with S. Morissette confirming details of same (.20).	1.10	209.00
05/14/07	Nancy A. Peterman	Telephone conference with S. Darr re meeting with Berman on MFIM fee application.	0.20	116.00
05/15/07	Kerry E. Carlson	Prepare summary chart of all professional fees, expenses and future expenses.	1.80	342.00
05/15/07	Nancy A. Peterman	Telephone conferences (2) with S. Darr re fee application issues and settlement discussions with Berman (.90); telephone conference with J. Atkinson re fee application issues and related matters (1.2).	2,10	1218.00
05/16/07	Matthew T. Gensburg	Outline fee petition.	0.20	116.00
05/16/07	Nancy A. Peterman	Several telephone conferences with S. Darr re fee application issues (.90); telephone conference with S. Darr and J. Atkinson re same (.40); draft email to K. Shapiro re status (.60); telephone conference with R. Tuliano, T. Allison, S. Darr, J. Atkinson and K. Shapiro re fee application strategy and other related issues (.90).	2.80	1624.00
05/16/07	Keith J. Shapiro	Conference with Nancy Peterman regarding settlement talks and strategy	1,00	735.00
05/17/07	Nancy A. Peterman	Prepare email to MFIM re objection to March invoice from Stutman.	0.20	116.00
05/21/07	Kerry E. Carlson	Draft application for pro hac admission of M. Gensburg (.80); research local rules regarding the same (.40).	1.20	228,00
05/21/07	Kerry E. Carlson	Continue to prepare binders for fee hearing.	1.50	285.00
05/21/07	Sherri Morissette	Review caselaw re: fee opinions of Judge.	0.80	368.00
05/21/07	Nancy A. Peterman	Review success fee opinion cited by Judge Riegle.	0.40 0.60	232.00 114.00
05/22/07	Kerry E. Carlson	Respond to M. Haft request for final version of fee application (.10); organize exhibits (.50).	0.00	117.00

Invoice No.: Re: Matter No.:	1908147 USACM/Fee Applica 083230.013300	ation		Page 4
Description	of Professional Services Re	<u>ndered</u>		
05/22/07	Nancy A. Peterman	Telephone conference with S. Darr re fee application and possible settlement (.30); draft email to M. Gensburg and S. Morrisette re fee issues and status of settlement discussions (.60).	0.90	522.00
05/23/07	Kerry E. Carlson	Coordinate filing and service of Matthew Gensburg application for admission pro hac vice.	0.50	95.00
05/23/07	Matthew T. Gensburg	Outline fee application.	1.60	928.00
05/23/07	Sherri Morissette	Prepare for and attend stragety meeting with N. Peterman and M. Gensburg re; MFIM fee application hearing preparation and tasks (1.20); draft email re: request for information for hearing preparation (.50).	1.70	782.00
05/23/07	Nancy A. Peterman	Exchange numerous emails with K. Shapiro and S. Darr re status of fee issues (.80); telephone conferences (3x) with S. Darr re same (.60); meet with M. Gensburg and S. Morissette re fee application hearing prep (1.20); exchange emails with RQN and MFIM re extending deadline to object to fee applications (0.30); telephone conference with RQN re same (.30).	3.20	1856.00
05/24/07	Matthew T. Gensburg	Review emails re: Darr and Allison meeting with Berman.	0.20	116.00
05/24/07	Nancy A. Peterman	Telephone conferences (3x) with S. Darr re fee application issues (.70); exchange emails with S. Smith, T. Allison, S. Darr re same (.60); telephone conference with K. Shapiro re same (.20); review objection from direct lender to fee application (.40); telephone conference with RQN re extension of objection deadline (.60); review and comment on document extending objection deadline (.40); preparation for fee application hearing (1.6).	4.50	2610.00
05/25/07	Matthew T. Gensburg	Outline fee application.	2.40	1392.00
05/25/07	Sherri Morissette	Review Sal Reale issues re: final fee application.	1.00	460.00
05/25/07	Nancy A. Peterman	Several telephone conferences with S. Darr, T. Allison, S. Strong (2x), F. Merola re fee application issues (1.7); exchange several emails with S. Darr, T. Allison and S. Strong re same (1.1).	2.80	1624.00
05/27/07	Matthew T. Gensburg	Outline fee petition.	4.50	2610.00
05/29/07	Kerry E. Carlson	Coordinate telephonic appearance of M. Gensburg (.30); coordinate details of the same (.20).	0.50	95.00
05/29/07	Kerry E. Carlson	Research pleadings and underlying adversary proceeding regarding Sal Reale.	1.30	247.00
05/29/07	Matthew T. Gensburg	Review emails re: Allison deposition for Jarvis, Allison, Peterman.	0.10	58.00
05/29/07	Matthew T. Gensburg	Outline fee application.	2.10	1218.00
05/29/07	Sherri Morissette	Review pleadings related to Investment Partners transactions and settlement.	2.60	1196.00

Invoice No.: 1908147 Page 5

Re: USACM/Fee Application

Matter No.: 083230.013300

## Description of Professional Services Rendered

05/29/07	Nancy A. Peterman	Review draft objection from USACM Trust to	7.10	4118.00
		MFIM's fee application (1.6); telephone		
		conferences (2) with E. Karasik re fee issues (.40);		
		telephone call (2x) with S. Darr, K. Shapiro and T.		
		Allison re fee application issues/settlement (1.8);		
		telephone conference with G. Berman, R. Charles, T. Allison, S. Darr and K. Shapiro re same (.90);		
		telephone conferences (2x) with S. Darr re fee		
		issues (.80); telephone conference with M. Levison		
		re fee issues (1.0); telephone conference with Shea		
		& Carlyon attorney re fee issues (.20); conference		
		with M. Gensburg re fee hearing (.40.).		
05/30/07	Kerry E. Carlson	Prepare materials for 5/31/07 hearing	1.20	228.00
05/30/07	Kerry E. Carlson	Prepare local counsel designation for Matthew	0.80	152.00
03/30/01	Rolly L. Calloon	Gensburg Appearance.	*,	
05/30/07	Matthew T. Gensburg	Outline fee petition.	2.50	1450.00
05/30/07	Matthew T. Gensburg	Review emails re: status from N. Peterman.	0.10	58.00
05/30/07	Nancy A. Peterman	Telephone conference with E. Karasik re fee issues	13.20	7656.00
05/30/01	reality 2 to 1 oroginates	(.20); telephone conference with M. Kehl re fees		
		(.30); conference with M. Gensburg re status (.40);		
		telephone conferences (2) with T. Allison re		
		possible fee settlement (.60); telephone conference		
		with S. Darr re same (.40); telephone conference		
		with M. Levinson re fee settlement and hearing		
		(.30); exchange emails with T. Allison, S. Darr and		
		K. Shapiro re same (.60); exchange emails with S.		
		Smith re K-1 issue (.30); prepare email to S. Smith		
		and T. Allison re FTDF fee issues (.30); draft		
		email to T. Allison re RQN fees (.10); telephone		
		conferences (2) with S. Strong re hearing, RQN fee		
		application, Diversified fee applications (.60),		
		prepare for hearing re fee applications (2.9);		
		review recent pleadings (.40); review LPG		
		objection to MFIM fee application (:60); review		
		research re errata sheet for HMA Sales deposition		
		(.90); review information re Reale/HMA Sale issues, 1090 loan and settlement of intercompany		
		claims (2.3); travel to Las Vegas (preparing for		
		hearing en route) (2.0).		
05/31/07	Kerry E. Carlson	Respond to requests for additional documents and	1.30	247.00
03/31/01	Kerry E. Carison	fee related research from N. Peterman and S.	11,50	<b></b>
		Morissette.		
05/31/07	Matthew T. Gensburg	Participate telephonically in status hearing.	1.00	580.00
05/31/07	Sherri Morissette	Review Lenders Protection Group objection to	0.70	322.00
05/51.0/	2002,10 0714-10-1-1-1	MFIM Fee Application (.20); Attend hearing on		
		final fee application via conference call (.50)		
05/31/07	Nancy A. Peterman	Prepare for court hearing re fee applications, Sierra	18.00	10440.00
	•	Liquidity and other issues (2.5); attend same		
		hearing (5.4); several conferences with S. Strong,		
		G. Berman, R. Charles, A. Landis and S. Darr re		
		fee issues, hearing and fee supplement (1.7);		
		exchange emails with M. Kehl and S. Strong re		
		same (.40); travel to Chicago (8.0).		

Case 06-10725-gwz Doc 4395-2 Entered 07/31/07 14:42:03 Page 13 of 27

Invoice No.: 1908147 Page 6

Re: USACM/Fee Application

Matter No.: 083230.013300

<u>Description of Professional Services Rendered</u>

Total Time: 169.90

<u>Total Fees:</u> \$ 83,440.50

Invoice No.: 1908147 Page 7

Re: USACM/Fee Application

Matter No.: 083230.013300

## Description of Expenses Billed:

<u>DATE</u>	DESCRIPTION		AMOUNT
04/15/07	VENDOR: American Express INVOICE#: AEMI200705 DATE: 5/11/2007 167022538374 - Date of Charge: 04/14/07 Air/Rail Travel on 04/19/07 Ord-Sle-Ord- Peterman/Nancy	\$	608.80
04/15/07	VENDOR: American Express INVOICE#: AEMI200705 DATE: 5/11/2007 8905052712688 - Date of Charge: 04/14/07 Air/Rail Travel on 00-00-08 Travel Agency Service Fee Peterman/Nancy	\$	27.00
04/25/07	VENDOR: Caffe Baci; INVOICE#: 63813; DATE: 4/25/2007 - Food Order on 4/25/07	\$	79.24
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #790234836508; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: August B. Landis, Assistant United States Truste, 300 Las Vegas Boulevard South, Las Vegas, NV 89101	\$	40.99
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #791677309875; From: Kathleen Mitchell, Greenberg Traurig, 77 West Wacker Drive, Chicago, IL 60601; To: Mr. Ronald D. Green, Greenberg Traurig, 3773 Howard Hughes Parkway, Las Vegas, NV 89169	\$	40.99
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #792976030572; From: Kathleen Mitchell, Greenberg Traurig, 77 West Wacker Drive, Chicago, IL 60601; To: Jeffrey D. Hermann, Orrickherrington & Sutcliffe, 400 Capitol Mall, Sacramento, CA 95814	<b>`\$</b>	40.99
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #792976310969; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Rob Charles, Lewis And Roca Llp, One S. Church Ave., Tucson, AZ 85701	\$	40.99
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #799130083728; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Gregory E. Garman, Gordon & Silverltd., 3960 Howard Hughes Pkwy, Las Vegas, NV 89109	\$	40.99
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #799629684661; From: Kathleen Mitchell, Greenberg Traurig, 77 West Wacker Drive, Chicago, IL 60601; To: Annette W. Jarvis, Rayquinney & Nebekerp.c., 36 South State Street, Salt Lake City, UT 84145	\$	39.44
04/26/07	VENDOR: FedEx INVOICE#: 201973123 DATE: 5/4/2007 Tracking #799629978447; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Eve H. Karasik, Stutman Treister & Glatt P.c., 1901 Avenue Of The Stars, Los Angeles, CA 90067	\$.	40.99
04/30/07	VENDOR: Pitney Bowes Management Services; INVOICE#: 4881440; DATE: 4/30/2007 - Cust# 6100285; Litigation USA Commercial Mortgage; (11,319) B&W light lit copy and other services	\$	1,161.89
05/02/07	VENDOR: AirPlus International Inc INVOICE#: Z200008237 DATE: 5/14/2007 Tkt. No. 01 67042213405 - Peterman/Nancy A Air/Rail Travel on 05/30/2007: ORD LAS ORD	<b>\$</b> .	343.69

Invoice No.: Re; Matter No.:	1908147 USACM/Fee Application 083230.013300		Page 8
Description o	f Expenses Billed		
05/02/07	VENDOR: AirPlus International Inc INVOICE#: Z200008237 DATE: 5/14/2007 Tkt. No. 89 01966048097 - Peterman/Nancy A Travel agency service fee	\$	29.00
05/03/07	VENDOR: Greenberg, Carla; INVOICE#: 31050107188; DATE: 5/3/2007 - 083230.012700 04/16,17,18,19,20,23,24,25/07 Parking expenses and cabs home re working late on fee application.	\$	188.00
05/03/07	Westlaw Research by CARLSON, KERRY.	\$	1,365.27
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #790732487715; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Jeffrey Herman, Orrickherrington & Sutcliff, 400 Capitol Mall, Sacramento, CA 95814	\$	18.73
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #791292654783; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Judge Linda B Riegle, Us Bankruptcy Court, 300 Las Vegas Blvd. South, Las Vegas, NV 89101	\$	67.58
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #791682518760; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Gregory Garmon, Gordon & Silver, 3960 Howard Hughes Parkway, Las Vegas, NV 89109	\$	18.73
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #792338186787; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Annette Jarvis, Ray Quinney & Nebeker, 36 South State St., Salt Lake City, UT 84145	\$	17,97
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #798167957601; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Rob Charles, Lewis & Roca, One South Church Ave., Tucson, AZ 85701	\$	18.73
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #799634908943; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: August Landis, Office Of The Us Trustee, 300 Las Vegas Blvd. South, Las Vegas, NV 89101	\$	18,73
05/04/07	VENDOR: FedEx INVOICE#: 203282219 DATE: 5/11/2007 Tracking #799634915349; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Eve Karasik, Stutman Treister & Glatt, 1901 Avenue Of The Stars, Los Angeles, CA 90067	\$	18.73
05/04/07	Copy; 2124 Page(s) by 007608	\$	318.60
05/04/07	Copy; 2554 Page(s) by 007611	\$	383.10
05/04/07	Copy; 1143 Page(s) by 006247	.\$	171.45
05/10/07	VENDOR: FedEx INVOICE#: 204634950 DATE: 5/18/2007 Tracking #799138275266; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: William Mcglimsey, Information Not Supplied, 601 E. Charleston, Las Vegas, NV 89104	. <b>\$</b>	48.86
05/10/07	Copy; 2134 Page(s) by 016160	\$	320.10
05/10/07	Copy; 2486 Page(s) by 007608	\$	372.90
05/15/07	VENDOR: Carlson, Kerry; INVOICE#: 31051107565; DATE: 5/15/2007 - 083230.012700 05/04/07 Meal expenses at Tuscany re business lunch.	\$	6.51

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Invoice No.:	1908147	Page 9
Re:	USACM/Fee Application	_
Matter No.:	083230:013300	
Description o	f Expenses Billed	
05/15/07	VENDOR: Carlson, Kerry; INVOICE#: 31051107565; DATE: 5/15/2007 - 083230.012700 04/25, 05/04/07 Cab fare home re working late.	\$ 50.00
05/15/07	VENDOR: Base Limousine Service; INVOICE#: 8251; DATE: 5/15/2007  - Acct: GTLAW, Limousine Services from 5/1/07 to 5/15/07	\$ 218.00
05/21/07	Westlaw Research by OSTROW, ETHAN,	\$ 1.99
05/25/07	Westlaw Research by TSANG, LOUISE.	\$ 45.09
05/30/07	Copy; 3924 Page(s) by 007608	\$ 588.60
	Total Expenses:	\$ 6,792.67

Invoice No.: 1926297

File No. : 083230.013300 Bill Date : July 13, 2007

Mesirow Financial Consulting 2828 Routh Street Dallas, Texas 75201

Attn: Kristin Winford Senior Vice President

### **INVOICE**

Re: USACM/Fee Application

Legal Services through June 30, 2007:

Total Fees:	3	54,274.00

#### Expenses:

Business Meals	84.50
Conference Calls	7.00
Federal Express Charges	203.54
Filing Fees	175.00
Local Travel	20.00
Other Charges	38.00
Photocopy Charges	52.50
Travel and Lodging Out of town	1,716.69
Information and Research	626.76

Total Expenses: \$ 2,923.99

Current Invoice: \$ 57,197.99

KXS:DMV

Invoice No.: 1926297

File No. : 083230.013300



TO: CITIBANK, F.S.B.

ABA #: 266086554

INTERNATIONAL

SWIFT: CITIUS33

CREDIT TO: GREENBERG TRAURIG ACCOUNT

ACCOUNT #: 3200175071

**PLEASE** 

REFERENCE: CLIENT NAME: MESIROW FINANCIAL CONSULTING

FILE NUMBER: 083230,013300 INVOICE NUMBER: 1926297\*

**BILLING** 

PROFESSIONAL: Keith J. Shapiro

Wire fees may be assessed by your bank.

\* If paying more than one invoice, please reference all invoice numbers in wiring instructions.

KXS:DMV

Invoice No.: 1926297 Page 1

Re: USACM/Fee Application

Matter No.: 083230.013300

## Description of Professional Services Rendered:

<u>DATE</u>	TIMEKEEPER	DESCRIPTION	<u>HOURS</u>	AMOUNT
06/01/07	Matthew T. Gensburg	Attend conference re: preparation for 6/22/07 hearing.	1.10	638.00
06/01/07	Nancy A. Peterman	Meet with M. Kehl re fee application issues (.60); telephone conference with T. Allison, M. Kehl and S. Smith re same (.50); follow-up on all open items (.40).	1.50	870.00
06/03/07	Sherri Morissette	Review objections to MFIM Final Application (1.0); Begin drafting reply and 12(f) sections of same (1.8).	2.80	1288.00
06/04/07	Matthew T. Gensburg	Review emails re: LPG Objections from Smith, Peterman.	0.20	116.00
06/04/07	Matthew T. Gensburg	Review emails re: Supplement to Final Fee Application sent by Peterman (3x), Kehl, Smith, Shapiro.	0.20	116.00
06/04/07	Matthew T. Gensburg	Review Supplement to Final Fee Application.	0.20	116.00
06/04/07	Sherri Morissette	Work on Reply to Objections to MFIM Final Application (2.3); research re: precedent for 12(f) argument (1.0).	3.30	1518.00
06/04/07	Nancy A. Peterman	Draft supplement to fee application re settlement reached on MFIM final fee application (1.9); revise same supplement several times to incorporate comments from MFIM (1.2); several telephone conferences with T. Allison re same (.40); conferences with K. Shapiro re same (.30); attention to FTDF specific objections to MFIM final fee application (.70).	4.50	2610.00
06/05/07	Sherri Morissette	Work on reply to fee application objections (2.3); research re 12(f) cases (1.0).	3.30	1518.00
06/05/07	Nancy A. Peterman	Telephone conference with S. Smith and M. Kehl re KPMG fee application and K-1 issue (.30); telephone conference with KPMG, S. Smith and M. Kehl re same (.50); exchange emails with E. Karasik re K-1 issues (.20); continue to revise the supplement to the fee application and finalize for filing (2.5); prepare email to USACM Trust, posteffective date DTDF and FTDF Committee re same (.40); exchange several emails with R. Charles re same (.40); several telephone conference with S. Darr re same and G. Berman's issues with the fee supplement (.40); attention to other fee application issues (.70).	5.40	3132.00
06/06/07	Kerry E. Carlson	Prepare supplemental application for compensation for filing and service.	1.50	285.00
06/06/07	Kerry E. Carlson	Research all objections and responses filed to MIFM Final Application (.8); prepare index and route copies of same to team members (.2).	1.00	190,00

Invoice No.: 1926297 Page 2

Re: USACM/Fee Application

Matter No.: 083230.013300

Description	n of Professional Services R	<u>lendered</u>		
06/06/07	Kerry E. Carlson	Research all objections and responses filed to other professional applications for compensation (1.2); prepare index and route copies of same to team members (.3).	1.50	285.00
06/06/07	Kerry E. Carlson	Research and review all supplemental applications for compensation filed by professionals (1.1); prepare index and route copies of same to team members (.4).	1.50	285.00
06/06/07	Matthew T. Gensburg	Review revisions to Supplemental Final Fee Application.	0.20	116.00
06/06/07	Matthew T. Gensburg	Review emails re: Supplement to Final Fee Application from Peterman, Smith.	0.10	58.00
06/06/07	Sherri Morissette	Revise reply to include additional objections to MFIM Fee Application.	2.50	1150.00
06/06/07	Nancy A. Peterman	Continue to revise supplement to MFIM fee application to incorporate FTDF resolution and other issues (.80); telephone conference with M. Kehl re same (.20); prepare email to S. Darr re fee application (.20); conference with M. Gensburg re witness prep (.40); telephone conference with S. Darr re same (.10).	1.70	986.00
06/07/07	Kerry E. Carlson	Prepare additional materials for hearing on final fee application.	1.60	304,00
06/07/07	Matthew T. Gensburg	Review Third Party Supplemental Fee Applications.	0.30	174.00
06/07/07	Matthew T. Gensburg	Review objections to MFIM Application.	0.50	290.00
06/07/07	Nancy A. Peterman	Exchange several emails with S. Darr and A. Jarvis re estimated fees in final fee application.	0.40	232.00
06/08/07	Matthew T. Gensburg	Review emails and trial preparation re: objections from Smith (2x), Peterman (10x), Allison (2x).	0.40	232.00
06/08/07	Matthew T. Gensburg	Review emails re: Supplement to Final Fee Application.	0.10	58.00
06/08/07	Nancy A. Peterman	Draft email to T. Allison and S. Smith re documents needed for fee application hearing.	0.30	174.00
06/09/07	Matthew T. Gensburg	Review and outline objections.	4.30	2494.00
06/10/07	Matthew T. Gensburg	Review and outline USACM Trust,	1.50	870.00
06/11/07	Kerry E. Carlson	Cite check reply to objections to final fee application.	2.00	380.00
0.6/11/07	Kerry E. Carlson	Assist with preparation, filing and service of MFIM's reply to fee application objections.	4.00	760.00
06/11/07	Matthew T. Gensburg	Conference re: necessary hearing preparation.	0.20	116.00
06/11/07	Matthew T. Gensburg	Review reply brief to objections.	1.60	928.00
06/11/07	Matthew T. Gensburg	Review emails re: reply to objections form Allison.	0.10	58.00
06/11/07	Matthew T. Gensburg	Review emails re: preparation for hearing from Peterman (2x); Allison; Smith.	0.20	116.00
06/11/07	Nancy A. Peterman	Work on reply brief in support of MFIM's final fee application (2.8); review all objections to MFIM's final fee application (.60); exchange emails with T. Allison re LPG objection (.10); review various emails from MFIM re reply brief issues (.20); prepare email to M. Kehl re fee application back-up on numbers (.10); prepare for meeting with S. Smith to prepare for fee application hearing (.60).	4.40	2552.00

Page 3 Invoice No.: 1926297 Re: **USACM/Fee Application** 083230.013300 Matter No .: Description of Professional Services Rendered 06/12/07 Matthew T. Gensburg Review draft of USACM trust objection. 1.30 754.00 5.70 3306.00 06/12/07 Matthew T. Gensburg Participate in Smith preparation. Prepare for an meet with S. Smith to prepare for fee 4466.00 06/12/07 Nancy A. Peterman 7.70 application hearing (7.2); prepare email to S. Smith re needed information (based upon meeting) (.20); prepare email to K. Carlson re same (.20); prepare email to M. Kehl re same (.10). 2.00 380.00 Research motions and issues related to Mortgage 06/13/07 Kerry E. Carlson Lenders Group. 06/13/07 Matthew T. Gensburg Review emails re: preparation for 6/22/07 hearing 0.30 174.00 from Peterman (4x), Kehl. 06/13/07 Matthew T. Gensburg Review DTDF report on outstanding collection 0.10 58.00 efforts. Review emails re: servers from Peterman and 0.20 116.00 06/13/07 Matthew T. Gensburg Pugsley. 06/13/07 Nancy A. Peterman Review grand jury subpoena issues to USACM (in 0.60 348.00 connection with addressing fee application objection) (.40); telephone conference with M. Pugsley re same (.20). 2.20 06/14/07 Kerry E. Carlson Continue to research and review materials relating 418.00 to motions to reject office leases, cash management; motion to hold funds, and sample operating reports. 1.20 06/14/07 Research and review Nevada statutes and 228.00 Kerry E. Carlson administrative code provisions cited in Lender Group objection to final fee application; forward same to N. Peterman. 8.90 06/14/07 Prepare for and meet with T. Allison and B. Coe 5162.00 Nancy A. Peterman (afternoon) re preparation for final fee hearing (7.9); conference with K. Carlson re additional materials needed for fee application hearing (.20); telephone conference with M. Kehl re supplemental time (.20); telephone conference with S. Darr re USACM Trust's intent to file statement itemizing objections to MFIM's fee application (.20); prepare email to T. Allison re same (.20); telephone conference with R. Charles re same (.20). 06/15/07 Forward Declarations to Tom Allison and S. Smith 3.20 608.00 Kerry E. Carlson to prepare for final fee hearing (.2); prepare

materials in Support of Supplemental fee-

application (3.0).

Invoice No.: 1926297

Re: USACM/Fee Application

Matter No.: 083230.013300

# REDACTED

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#### Description of Professional Services Rendered

06/15/07	Nancy A. Peterman	Attention to various issues re USACM Trust filing concerning objections to MFIM fee application (.80); several telephone conferences with S. Darr re same (.60); telephone conference with T. Allison re same (.30); draft email to R. Charles re same (.40); telephone conference with R. Charles re same (.10); telephone conference with E. Karasik re same (.20); telephone conference with K. Shapiro re same and continuance of fee application hearing (.40); review email from R. Charles re continuance of fee hearing (.20); telephone conference with A. Jones re same and related issues (.40); telephone conference with R. Tuliano and K. Winford re same (.20); exchange emails with S. Smith re same issues and other issues re fee application (.20); follow-up on various matters re fee application hearing, USACM Trust issues, etc (.80).	3.60	2088.00
06/17/07	Sherri Morissette	Research and memo re: multiple debtors represented by single professional.	4.80	2208,00
06/18/07	Matthew T. Gensburg	Review emails re: hearing date.	0.10	58.00
06/18/07	Matthew T. Gensburg	Review emails in preparation of hearing from Carlson.	0.10	58.00
06/18/07	Nancy A. Peterman	Conference with M. Gensburg re final fee hearing preparation issues.	0.20	116.00
06/19/07	Kerry E. Carlson	Review notice of hearing on fee application; docket continued hearing date; coordinate telephonic appearance of N. Peterman on June 22, 2007.	0.50	95.00
06/19/07	Matthew T. Gensburg	Review emails re: preparation for hearing from Peterman (3x), Shapiro, Smith (2x), Calvin, Kehl.	0.30	174.0Ö
06/19/07	Matthew T. Gensburg	Review "Feedback Form Inquiry Log."	0.10	58.00
06/19/07	Matthew T. Gensburg	Review email re: continued hearing from Peterman (3x), Greenberg.	0.20	116,00
06/19/07	Matthew T. Gensburg	Review research re: representing multiple debtors.	0.10	58.00
06/19/07	Nancy A. Peterman	Review objection filed by USACM Trust to MFIM fee application (.30); draft email to T. Allison and S. Darr re same (.10).	0.40	232.00
06/20/07	Matthew T. Gensburg	Review emails re: Lender Group objections from Peterman (5x), Darby, Smith (2x).	0.40	232.00
06/20/07	Matthew T. Gensburg	Review USACM Trust Response to Pending Fee Applications.	0.50	290,00
06/20/07	Nancy A. Peterman	Review and respond to emails with LPG attorney re withdrawal of their objection to MFIM's fee application (.30); telephone call to LPG attorney re same (.10); prepare email to M. Gensburg, T. Allison, S. Smith re same (.20); review various emails from T. Allison re Reale/HMA issues (.60); review and comment on plan timeline	1.90	1102.00

(.40); telephone conference with M. Kehl re supplemental time for fee application (.10); exchange emails with S. Darr re status of all fee app issues (.20).

Invoice No.	****			Page 5
Re:	USACM/Fee Applic 083230.013300	cation		
Matter No.:	083230.013300			
Description	of Professional Services R	<u>endered</u>		
06/20/07	Collin B. Williams	Draft Stipulation and Agreed Order regarding LPG Opposition to Final Fee Application	2.10	672.00
06/21/07	Matthew T. Gensburg	Review updated sale timeline.	0.10	58.00
06/21/07	Matthew T. Gensburg	Telephonic participation in fee hearing.	2.90	1682.00
06/21/07	Matthew T. Gensburg	Review and respond to emails re: hearing from Schwarter and Peterman (2x).	0.20	116.00
06/21/07	Nancy A. Peterman	Exchange emails with M. Kehl re sale vs. restructuring timeline.	0.20	116.00
06/22/07	Nancy A. Peterman	Review various emails re timeline for sale vs. restructuring efforts (.30); attend telephonic court hearing re Committee fee applications (3.3); review email from L. Schwartzer re same hearing (.20).	3.80	2204,00
06/25/07	Nancy A. Peterman	Telephone conference with S. Darr re 6/22 fee hearing (.20); telephone conference with M. Kehl re same (.20); prepare email to T. Allison, S. Smith, S. Darr and M. Kehl re issues raised by Judge at 6/22 hearing (.40); exchange emails with S. Darr re same (.10).	0.90	522.00
06/26/07	Matthew T. Gensburg	Review emails re: preparation for 8/7/07 hearing from Peterman (2x), Greenberg, Allison, Smith.	0,20	116.00
06/26/07	Nancy A. Peterman	Revise stipulation and status report re LPG's objection to MFIM's final fee application (.40); review and comment on MFIM's supplemental time (.40).	0.80	464.00
06/27/07	Matthew T. Gensburg	Review and respond to emails re: billing for conflicts from Kehl.	0.10	58.00
06/27/07	Nancy A. Peterman	Telephone conference with M. Kehl re comments on supplemental time for fee application (.20); draft email to T. Allison, S. Darr, M. Kehl, S. Smith re LPG objection (.20).	0.40	232.00
06/28/07	Matthew T. Gensburg	Review emails from Jarvis and Peterman re: reports.	0.20	116.00

Total Time:
Total Fees:

112.90

\$ 54,274.00

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Invoice No.: 1926297

Re: USACM/Fee Application

Matter No.: 083230.013300

# Description of Expenses Billed:

<u>DATE</u>	DESCRIPTION	<u>AMOUNT</u>
05/17/07	VENDOR: AirPlus International Inc INVOICE#: Z200008383 DATE: 5/29/2007 Tkt. No. 01 67045037460 - Peterman/Nancy A Air/Rail Travel on 06/22/2007: LAS ORD	\$ 186.30
05/17/07	VENDOR: AirPlus International Inc INVOICE#: Z200008383 DATE: 5/29/2007 Tkt. No. 03 77045037458 - Peterman/Nancy A Air/Rail Travel on 06/19/2007: ORD LAS	\$ 109.40
05/17/07	VENDOR: AirPlus International Inc INVOICE#: Z200008383 DATE: 5/29/2007 Tkt. No. 89 01966837895 - Peterman/Nancy A Travel agency service fee	\$ 29.00
05/17/07	VENDOR: AirPlus International Inc INVOICE#; Z200008383 DATE: 5/29/2007 Tkt. No. 89 01966837897 - Peterman/Nancy A Travel agency service fee	\$ 29.00
05/31/07	VENDOR: AirPlus International Inc INVOICE#: Z200008632 DATE: 6/11/2007 Tkt. No. 00 17048141206 - Peterman/Nancy A Air/Rail Travel on 05/31/2007: LAS ORD	\$ 303.90
05/31/07	VENDOR: AirPlus International Inc INVOICE#: Z200008632 DATE: 6/11/2007 Tkt. No. 01 67050756570 - Peterman/Nancy A Air/Rail Travel on 05/31/2007: LAS ORD	\$ 100.00
05/31/07	VENDOR: AirPlus International Inc INVOICE#: Z200008632 DATE: 6/11/2007 Tkt. No. 89 08152722401 - Peterman/Nancy A Travel agency service fee	\$ 29.00
05/31/07	VENDOR: AirPlus International Inc INVOICE#: Z200008632 DATE: 6/11/2007 Tkt. No. 89 08152748228 - Peterman/Nancy A Travel agency service fee	\$ 29.00
06/03/07	Westlaw Research by MORISSETTE, SHERRI.	\$ 49.09
06/05/07	Westlaw Research by MORISSETTE, SHERRI.	\$ 28.99
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #790264395930; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: August B. Landis, Assistant United States Truste, 300 Las Vegas Boulevard South, Las Vegas, NV 89101	\$ 11.25
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #791316078627; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Gregory E. Garman, Gordon & Silverltd., 3960 Howard Hughes Pkwy, Las Vegas, NV 89109	\$ 11,25
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #792999851779; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Jeffrey Hermann, Orrickherrington & Suteliff, 400 Capitol Mall, Sacramento, CA 95814	\$ 11,25
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #792999864551; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: The Honorable Linda B. Riegle, Foley Federal Building, 300 Las Vegas Boulevard South, Las Vegas, NV 89101	\$ 11.25

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Matter No.:	083230.013300	
Description of	f Expenses Billed	
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #798191358135; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Annette Jarvis, Ray Quinney & Nebekerp.c., 36 South State Street, Salt Lake City, UT 84145	\$ 10.73
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #798691218912; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Eve H. Karasik, Stutman Treister & Glatt P.c., 1901 Ayenue Of The Stars, Los Angeles, CA 90067	\$ 11.25
06/06/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #799153614200; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Rob Charles, Lewis And Roca Llp, One S. Church Ave., Tucson, AZ 85701	\$ 11.25
06/06/07	Copy; 42 Page(s) by 006247	\$ 6.30
06/08/07	VENDOR: American Express INVOICE#: 2311200706 DATE: 6/13/2007 3800 Courtcall310-342-0888 Ca Ref# Vrce1Abe941 Mgmt/Consulting/ 06/07/07 Bonnie Cronin	\$ 38.00
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #790759298600; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: The Honorable Linda B. Riegle, Foley Federal Building, 300 Las Vegas Boulevard South, Las Vegas, NV 89101	\$ 11.25
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #791703789999; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Jeffrey Hermann, Orrickherrington & Sutcliff, 400 Capitol Mall, Sacramento, CA 95814	\$ 11.25
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #791703798467; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Janet Chubb, Jones Vargas, 100 W. Liberty St.12th Floor, Reno, NV 89504	\$ 10.52
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #792359471265; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: August B. Landis, Assistant United States Truste, 300 Las Vegas Boulevard South, Las Vegas, NV 89101	\$ 11.25
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #792359472754; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Eve H. Karasik, Stutman Treister & Glatt P.c., 1901 Avenue Of The Stars, Los Angeles, CA 90067	\$ 11.25
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #792502588605; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Joseph & Ellen Walls, Information Not Supplied, 2778 Bedford Way, Carson City, NV 89703	\$ 13.02
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #798194723976; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Annette Jarvis, Ray Quinney & Nebekerp.c., 36 South State Street, Salt Lake City, UT 84145	\$ 10,73
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #798694590353; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Rob Charles, Lewis And Roca Llp, One S. Church Ave., Tucson, AZ 85701	\$ 11.25

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Mintel 140	0,0250,015500	
Description of	f Expenses Billed	
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #798694591224; From: Nancy Peterman, Greenberg Traurig, 77 W. Wacker, Chicago, IL 60601; To: Gregory E. Garman, Gordon & Silverltd., 3960 Howard Hughes Pkwy, Las Vegas, NV 89109	\$ 11.25
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #799656176700; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Alan Smith, Law Offices Of Alan R. Smith, 505 Ridge Street, Reno, NV 89501	\$ 10.52
06/11/07	VENDOR: FedEx INVOICE#: 209671543 DATE: 6/15/2007 Tracking #790267794922; From: Kerry Carlson, Greenberg Traurig, 77 W Wacker Dr, Chicago, IL 60601; To: Harry & Helen Jessup, Information Not Supplied, 2009 West Lund, Las Vegas, NV 89102	\$ 13.02
06/11/07	Copy; 188 Page(s) by 006247	\$ 28.20
06/11/07	Copy; 120 Page(s) by 006247	\$ 18.00
06/11/07	Westlaw Research by CARLSON, KERRY.	\$ 7.00
06/12/07	VENDOR: Base Limousine Service; INVOICE#: 8284; DATE: 6/12/2007 - Acct# GTLAW; Limousine Services from 5/18/07 - 5/31/07	\$ 97.00
06/12/07	VENDOR: AirPlus International Inc INVOICE#: Z200008783 DATE: 6/25/2007 Tkt. No. 03 77051280921 - Peterman/Nancy A Air/Rail Travel on 06/20/2007: ORD LAS	\$ 211.00
06/12/07	VENDOR: AirPlus International Inc INVOICE#: Z200008783 DATE: 6/25/2007 Tkt. No. 89 08153022861 - Peterman/Nancy A Travel agency service fee	\$ 29.00
06/12/07	VENDOR: Peterman, Nancy A. INVOICE#: C051000011372070061  DATE: 6/28/2007 TYPE: Taxi/Car Service; REASON: Client Billable- CHI-Bkcy-Shareholder; DATE: 06/12/07 - Cab home; work late.	\$ 18.00
06/13/07	VENDOR: Peterman, Nancy A. INVOICE#: C051000011372070061  DATE: 6/28/2007 TYPE: Taxi/Car Service; REASON: Client Billable- CHI-Bkcy-Shareholder; DATE: 06/13/07 - Cab home; work late.	\$ 18.00
06/14/07	VENDOR: Caffe Baci, INVOICE#: 67403; DATE: 6/14/2007 - Food Order on 6/14/07 - Witness Prep	\$ 29.01
06/14/07	VENDOR: Caffe Baci; INVOICE#: 67404; DATE: 6/14/2007 - Food Order on 6/14/07 - Witness Prep	\$ 55.49
06/14/07	VENDOR: SoundPath Conferencing Services, LLC INVOICE#: GT061407 DATE: 6/14/2007 Conferencing Services Invoice Date 070529 User NAP Client Code 083230 Matter Code 012700	\$ 7.00
06/14/07	VENDOR: Peterman, Nancy A. INVOICE#: C051000011372070061 DATE: 6/28/2007 TYPE: Parking and Tolls; REASON: Client Billable- CHI-Bkcy-Shareholder; DATE: 06/14/07 - Parking, work late.	\$ 20.00
06/14/07	VENDOR: AirPlus International Inc INVOICE#: Z200008783 DATE: 6/25/2007 Tkt. No. 89 08153282430 - Peterman/Nancy A Travel agency service fee	\$ 29.00
06/14/07	Westlaw Research by CARLSON, KERRY.	\$ 68.53

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Description of	f Expenses Billed		
06/15/07	VENDOR: AirPlus International Inc INVOICE#: Z200008783 DATE: 6/25/2007 Tkt. No. 01 67054581510 - Peterman/Nancy A Air/Rail Travel on 07/25/2007: ORD LAS ORD	.\$	373.09
06/15/07	VENDOR: AirPlus International Inc INVOICE#: Z200008783 DATE: 6/25/2007 Tkt. No. 89 08153282451 - Peterman/Nancy A Travel agency service fee	\$	29.00
06/17/07	Westlaw Research by MORISSETTE, SHERRI.	\$	443.51
06/17/07	Westlaw Research by MORISSETTE, SHERRI.	\$	3.68
06/20/07	VENDOR: Base Limousine Service; INVOICE#: 8300; DATE: 6/20/2007 - Acet: GTLAW, Limousine Services from 6/1/07 to 6/15/07	\$	97.00
06/21/07	VENDOR: Clerk of U.S. District Court; INVOICE#: 062007; DATE: 6/21/2007 - Filing Fees - Pro Hac Vice for Matt Gensburg	\$	175.00
06/28/07	Westlaw Research by MORISSETTE, SHERRI.	\$	25.96
	Total Expenses:	\$	2,923.99